

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

)
UNITED STATES LIABILITY)
INSURANCE CO., INC., AS)
INSURER OF ADMINASERVICE,)
INC.)

Plaintiff,)

v.)

ADVANTIUS, INC., NEAL)
BERGSTROM, ROBERT)
STEVENS, CHARLES CAMBRA,)
III, JONATHAN K. DRIGGS,)
AND WORKFORCE SOLUTIONS,)
INC.,)

Defendants.)

CIVIL ACTION NO. 04-11824 PBS

RECEIVED

FILED 12/23/04

By M.P.
Deputy Clerk

SECOND AFFIDAVIT OF JEFFREY GARR

I, Jeffrey Garr, hereby state and depose the following:

1. My name is Jeffrey Garr and I am the Chief Executive Officer of AdminaService, Inc., a Massachusetts corporation located in Norton, Massachusetts.

2. I make these statements based upon my own personal knowledge, upon a review of the books and records of AdminaService, Inc. ("AdminaService") or where stated, upon information and belief. I am authorized by AdminaService to make these statements.

3. Advantius and Workforce used the same employees, including Neal Bergstrom. Bergstrom regularly sent e-mail from the address "Neal@wkforce.com". Our office sent e-mail to him at

nbergstrom@advantius.com True and accurate copies are attached hereto as Exhibit A.

4. Another employee, Sean Pasinsky used a Workforce e-mail address and signed his email "Sean Pasinsky, CTO Advantius, Inc." A true and accurate copy is attached hereto as Exhibit B.

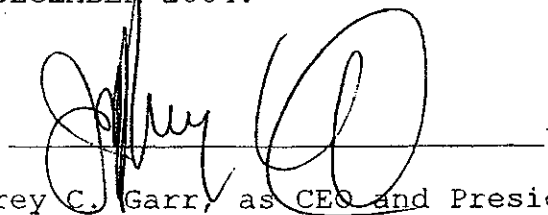
5. Duane Walker was a central contact for AdminaService throughout its relationship with Advantius. Mr. Walker alternated between the two email addresses when communicating with AdminaService. True and accurate copies are attached hereto as Exhibit C.

6. There are a variety of emails from Bob Stevens on his Advantius account to Neal Bergstrom on his Workforce account regarding web-conferences. True and accurate copies are attached hereto as Exhibit D.

7. Further, there is some communication between Workforce and AdminaService regarding the Sapers & Wallack account. True and accurate copies are attached hereto as Exhibit E.

8. When I traveled to Utah in April and May 2003 to meet with Advantius, I met with Cambra. Cambra, among others, reassured me about the financial stability and ability of Advantius to handle AdminaService's accounts.

SWORN AND SUBSCRIBED TO UNDER THE PAINS AND PENALTIES OF
PERJURY THIS 21 DAY OF DECEMBER 2004.

A handwritten signature in black ink, appearing to read "Jeffrey C. Garr", is written over a horizontal line. To the right of the signature is a large, stylized circular mark, possibly a stamp or a flourish.

Jeffrey C. Garr, as CEO and President
of AdminaService